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11
12 **UNITED STATES DISTRICT COURT**

13 **NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION**
14

15 KATHLEEN HANNI, individually and on
behalf of all others similarly situated,

16 Plaintiff,

17 vs.

18 AMERICAN AIRLINES, INC., and DOES 1
19 through 20, inclusive,

20 Defendants.
21

CASE NO. C08-00732 CW

**DECLARATION OF ALEC BRAMLETT
IN SUPPORT OF DEFENDANT
AMERICAN AIRLINES, INC'S
OPPOSITION TO PLAINTIFF'S MOTION
TO REMAND**

Date: April 24, 2008

Time: 2:00 p.m.

Courtroom: 2, 4th Floor

22 I, Alec Bramlett, hereby declare:

23 1. I am employed as a Senior Attorney by American Airlines, Inc. ("American") and
24 have been an attorney for American since 1995. I have personal knowledge of the matters set
25 forth in this declaration by virtue of my job responsibilities and company information provided to
26 me. The figures reflected herein come from records kept in the course of American Airlines'
27 regularly conducted business activity, which records have been provided to me. These records
28 reflect information that was contemporaneously recorded by individuals with personal knowledge

1 and which American considers trustworthy and on which it relies for the conduct of its business. I
2 could and would testify competently thereto if called as a witness.

3 2. The headquarters of American Airlines, Inc., is located at 4333 Amon Carter
4 Boulevard, Fort Worth, Texas 76155. American is a wholly-owned subsidiary of AMR Corp.,
5 which is a publicly-held corporation. The address of AMR Corp.'s principal executive offices, as
6 listed on its Form 10-K Reports with the United States Securities and Exchange Commission, is
7 4333 Amon Carter Boulevard, Fort Worth, Texas 76155.

8 3. Of the fifteen members of American's senior management team, all but four have
9 their offices at American's headquarters in Fort Worth, Texas. The four members of American's
10 senior management team who do not office in Texas have their offices in Washington, D.C.,
11 Miami, FL, Tulsa, OK, and London, England. None of American's senior management team
12 office or reside in the State of California.

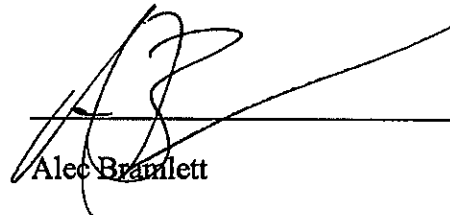
13 4. According to American's state unemployment tax returns, American has more
14 employees in the State of Texas than any other State. California is sixth among the states in terms
15 of numbers of American employees. By way of comparison, the returns identified above report
16 that the average monthly headcount for American's employees in Texas during 2007 was 21,718.
17 The same number for California was 6,452.

18 5. American's business records show that as of December 31, 2007, it had 4,180
19 employees classified as management employees in Texas, and 294 employees classified as
20 management employees in California.

21 6. According to American's business records, American has more scheduled flight
22 departures from airports in Texas than any other state. In 2007, American had 202,667 scheduled
23 departures from airports in Texas and 71,597 scheduled departures from airports in California.

24 7. According to American's business records, American enplanes more passengers in
25 Texas than any other state. In 2007, there were 24,565,790 passenger enplanements in Texas, and
26 9,826,550 in California.

1 I declare under penalty of perjury under the laws of the State of California that the
2 foregoing is true and correct, and that this declaration was executed on April 2, 2008 in Forth
3 Worth, Texas.

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5
6 
Alec Bramlett